

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CARBO CERAMICS INC., et al., Debtors.¹	§ § § § § §	Case No. 20-31973 (MI) (Chapter 11) (Jointly Administered)
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NOTICE OF STIPULATION

PLEASE TAKE NOTICE that the above-referenced debtors and debtors in possession (collectively, the “**Debtors**”), the Official Committee of Unsecured Creditors (the “**Committee**”), and Wilks Brothers, LLC and Equify Financial, LLC (the “**Prepetition Lenders**,” and together with the Debtors and the Committee, the “**Parties**”) have agreed to the following stipulations in regards to: (1) the voting issues raised by the Committee at the June 9, 2010 hearing as to Class 4 for CARBO Ceramics Inc. (“**CARBO**”); (2) the *Emergency Motion of the Official Committee of Unsecured Creditors, Pursuant to Sections 105 and 506(a) of the Bankruptcy Code and Bankruptcy Rule 3012(b), for Entry of an Order Determining Value of Prepetition Secured Lenders’ Secured Claim for Voting Purposes* [Docket No. 475] (the “**3012 Motion**”); and (3) scheduling for a hearing to consider confirmation of the Plan (the “**Confirmation Hearing**”):

1. The Parties agree that, solely with respect to the Plan for CARBO, Class 4² is deemed to have voted to reject the Plan.

¹ The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers are: CARBO Ceramics Inc. (0013); StrataGen, Inc. (5205); and Asset Guard Products Inc. (6422). The location of the Debtors’ U.S. corporate headquarters and the Debtors’ service address is: 575 N. Dairy Ashford Road, Suite 300, Houston, Texas 77079.

² Capitalized terms not otherwise defined herein have the meanings ascribed to them in the *Debtors’ First Amended Joint Chapter 11 Plan of Reorganization* [Docket No. 254] (the “**Plan**”).

2. The Parties agree that for purposes of Plan confirmation, the Debtors will seek confirmation of the Plan as to CARBO under sections 1129(a) and (b) of the Bankruptcy Code.
3. The Parties agree that (a) Class 3 for each of the Debtors and (b) Class 4 for each of StrataGen, Inc. and Asset Guard Products Inc. have accepted the Plan.
4. The Parties agree that the stipulation between the Debtors and the Prepetition Lenders in the Plan as to the agreed amount of the Prepetition Lender Secured Claims and the Prepetition Lender Deficiency Claims is hereby withdrawn. Such withdrawal shall not affect the Court's ability to determine, at the Confirmation Hearing, the amount of (a) the Prepetition Lender Secured Claims and (b) the Prepetition Lender Deficiency Claims, to the extent necessary, except that the Parties agree that the Prepetition Lender Deficiency Claims will remain capped at \$45,000,000 for distribution purposes with respect to CARBO Class 4.
5. To the extent necessary, any issues related to the Committee's 3012 Motion will be heard at the Confirmation Hearing.
6. The deadline for the Committee to file any objection to confirmation of the Plan (the "***Committee Objection Deadline***") shall be June 15, 2020 at 11:00 a.m. (prevailing Central Time).³
7. There will be no deadline for the Debtors and the Prepetition Lenders to file their respective briefs in support of confirmation of the Plan and in response to any objections.

³ For the avoidance of doubt, the deadline for all other parties to object to confirmation of the Plan has already expired.

8. The Confirmation Hearing will be set for June 18, 2020, at 11:00 a.m. (prevailing Central Time) or at such other time as the Court is available.

Dated: June 11, 2020
Houston, Texas

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CERTIFICATE OF SERVICE

I certify that on June 11, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Garrick C. Smith
One of Counsel